

Steven M. Wilker, OSB No. 91188
E-Mail: steven@tonkon.com
TONKON TORP LLP
1600 Pioneer Tower
888 SW Fifth Avenue
Portland, Oregon 97204-2099
Telephone: (503) 802-2040
Facsimile: (503) 972-3740

REC'D 03 OCT 10 05:04 USDC-ORP

FILED 03 OCT 10 13:18 USDC-ORP

Robert P. Varian (*pro hac vice*)
E-mail: robert.varian@cliffordchance.com
Jonathan B. Gaskin (*pro hac vice*)
E-mail: jonathan.gaskin@cliffordchance.com
CLIFFORD CHANCE US LLP
One Market Street
Steuart Street Tower, 4th Floor
San Francisco, CA 94105
Telephone: (415) 778-4700
Facsimile: (415) 778-4701

Attorneys for Defendants

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF OREGON

~~ERNEST LENDMAN~~, Individually and Derivatively
On Behalf of Nominal Defendant
NIKE, Inc.,

Case No. CV-01-1153-AS

Plaintiff,

**STIPULATED DISMISSAL WITH
PREJUDICE**

vs.

**PHILIP H. KNIGHT, THOMAS E. CLARKE,
CHARLES D. DENSON, GARY M.
DESTEFANO, MARK G. PARKER, RALPH D.
DENUNZIO, RICHARD K. DONAHUE,
DOUGLAS G. HOUSER, JOHN E. JAQUA,
CHARLES W. ROBINSON, A. MICHAEL
SPENCE, JOHN R. THOMSON, JILL K.
CONWAY, and DELBERT J. HAYES,**

and

NIKE, INC., an Oregon corporation,

Nominal Defendant.

WHEREAS, on May 30, 2003, the Court administratively dismissed this action without prejudice in favor of resolution in the substantially similar state derivative action, *Metvier v. Denunzio, et al.*, Case No. 0104 04339, then pending in Oregon Circuit Court;

WHEREAS, *Metvier v. Denunzio, et al.* has settled and final judgment was entered on October 3, 2003;


WHEREAS, the settlement and judgment in *Metvier v. Denunzio, et al* resolved this action;

NOW THEREFORE, the parties to this action, by and through their attorneys, hereby STIPULATE and AGREE:

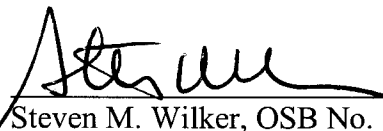
1. That the administrative dismissal of this action may be changed from without prejudice to with prejudice.

CLIFFORD CHANCE US LLP

DATED: Oct. 9, 2003


Robert P. Varian, Esq. (Admitted Pro Hac Vice) ^{by permission}
Jonathan B. Gaskin, Esq. (Admitted Pro Hac Vice)
One Market Street
Steuart Street Tower, 8th Floor
San Francisco, CA 94105
Telephone: (415) 778-4700
Facsimile: (415) 778-4701

TONKON TORP LLP


Steven M. Wilker, OSB No. 91188
1600 Pioneer Tower
888 SW Fifth Avenue
Portland, Oregon 97204-2099
Telephone: (503) 802-2040
Facsimile: (503) 972-3740

Attorneys for Defendants Nike, Inc., Phillip H. Knight, Thomas E. Clarke, Charles D. Denson, Gary M. DeStefano and Mark G. Parker

EMERSON POYNTER LLP

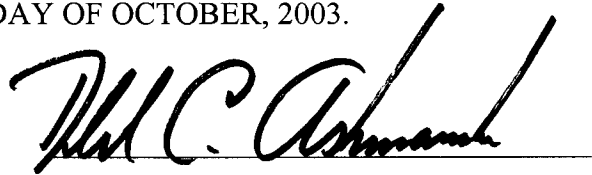
John G. Emerson by A. W. L.
John G. Emerson, Jr. (Admitted Pro Hac Vice) *by permission*
P.O. Box 164810
Little Rock, AR 72216-4810
Telephone: (501) 907-2555
Facsimile: (501) 907-2556
E-mail address:
john@emersonfirm.com

**CAULEY GELLER BOWMAN &
COATES, LLP**

P.O. Box 25438
Little Rock, AR 72221-5438
Telephone: (501) 312-8500
Facsimile: (501) 312-8505

Attorneys for Plaintiff, Ernest Lendman

IT IS SO ORDERED THIS 10 DAY OF OCTOBER, 2003.

A handwritten signature in black ink, appearing to read "D.C. Ashmanskas", written over a horizontal line.

The Honorable Donald C. Ashmanskas

CERTIFICATE OF SERVICE

I hereby certify that I served the foregoing **STIPULATED DISMISSAL**
WITH PREJUDICE AND [PROPOSED] ORDER on:

John G. Emerson, Jr.
Emerson Poynter LLP
P. O. Box 164810
Little Rock, AR 72216-4810

Cauley Geller Bowman & Coates, LLP
P.O. Box 25438
Little Rock, AR 72221-5438

Robert P. Varian
Jonathan B. Gaskin
Clifford Chance US LLP
One Market Street
Steuart Street Tower, 4th Floor
San Francisco, CA 94105

by mailing a copy thereof in a sealed, first-class postage prepaid envelope, addressed to each attorney's last-known address and depositing in the U.S. mail at Portland, Oregon on the date set forth below

DATED: October 9, 2003.

TONKON TORP LLP

By



Steven M. Wilker, OSB No. 91188
Of Attorneys for Defendants